

**UNITED STATES DISTRICT COURT FOR
THE SOUTHERN DISTRICT OF NEW YORK**

HDI-GERLING INDUSTRIE)
VERSICHERUN AG,)
Petitioner,)
v.) Case No. 1:14-cv-04145-VSB
FORD MOTOR COMPANY,)
Respondent.)

**FORD MOTOR COMPANY'S RESPONSE TO HDI-GERLING'S MOTION TO
CONFIRM ARBITRATION AWARD**

Respondent, Ford Motor Company (“Ford”), by counsel states for its response to Plaintiff, HDI-Gerling Industrie Versicherung AG (“Gerling”)'s Petition To Confirm Arbitration Award (the “Petition”) that the corresponding numbers in the Petition are:

1. Admitted;
2. Admitted;
3. Admitted, except to the extent paragraph 3 of the Petition alleges that the Partial

Final Award attached to the Petition (the “Interim Award”) is the Partial Final Award (the “Award”) issued by the Arbitration Panel or that Gerling is the real party in interest to the Arbitration or this proceeding, which allegations are denied;

4. The contention that venue is proper in this Court is a legal conclusion to which no response is required. Ford denies the facts alleged in paragraph 4;¹

¹ Ford contends that the preferred venue for this action is the United States District Court for the Eastern District of Michigan. Ford has sought transfer of the action to that court via its letter to the Court filed September 26, 2014 (Docket No. 29).

5. Denied;
6. Admitted as to the existence of Ford insurance from XL and ACE prior to 1995 and otherwise denied as ambiguous;
7. Admitted;
8. Admitted as to Ford's disclosure in 1995 of the existence of the Batch Claims to Gerling and otherwise denied;
9. Admitted;
10. Admitted;
11. Denied to the extent Paragraph 11 alleges Ford voluntarily withdrew any Batch Claims, and otherwise admitted;
12. Admitted to the extent Paragraph 12 alleges Gerling disputed Ford's coverage and otherwise denied;
13. Admitted;
14. Admitted;
15. Admitted;
16. Admitted;
17. Denied as to the allegation that Ford's counsel had the opportunity to present closing argument at the January, 2014 hearing and otherwise admitted;
18. Admitted to the extent that Mr. Sofaer circulated an early, unsigned draft of the Partial Final Award via e-mail on May 25, 2014, and that the draft stated on its face that it was unanimous, but otherwise denied;
19. Denied to the extent it conflicts with, varies, or mischaracterizes the Award, which speaks for itself;

20. Denied to the extent it conflicts with, varies, or mischaracterizes the Award, which speaks for itself;

21. Denied, except that Ford admits that it did not move to vacate the Interim Award before the Arbitration Panel;

22. Denied to the extent any response is required to the legal conclusions alleged in Paragraph 22.

Counterclaim in the Alternative

23. For the reasons set forth in its brief filed contemporaneously herewith, Ford contends that the draft Partial Final Award circulated on May 25, 2014 and later signed on June 2, 2014, as well the later version of the Partial Final Award which was circulated on July 9, 2014 are not subject to confirmation because they are not ripe and the Court is without subject matter jurisdiction.

24. In the alternative, Ford moves, pursuant to 9 U.S.C. § 10, to vacate the July 9 version of the Partial Final Award because the arbitrators engaged in manifest disregard for the law.

25. Ford hereby incorporates by reference the arguments made in its accompanying brief.

WHEREFORE, respondent, Ford Motor Company, moves the Court for an Order dismissing petitioner's action against it and awarding it costs expended herein or in the alternative vacating the Partial Final Award; and for such other, further, and additional relief as justice may require.

Dated: September 30, 2014

Respectfully Submitted,

/s/

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Certificate of Service

I certify that on September 30, 2014, I caused a true and correct copy of the foregoing pleading to be filed on the Court's CM/ECF system, which will cause a Notice of Electronic Filing (NEF) to be sent to the following counsel for Petitioner HDI-Gerling Industrie Versicherung AG:

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